

Volume Two, Section C-1  
FCC Form 704  
November 1996

CALL SIGN	FILE NUMBER	CITY	STATE
WLB429	21319-CF-R-91	BOWLING GREEN	SC
WLC508	6502-CF-ML-91	GREENVILLE	SC
WLC507	6585-CF-ML-91	GREER	SC
WLC831	21456-CF-R-91	JACKSON	SC
WLB591	21335-CF-R-91	OAKWAY	SC
WLB589	21333-CF-R-91	OUNTAIN INN	SC
WLB431	21321-CF-R-91	PACOLET MILLS	SC
WHO832	20831-CF-R-91	STEVENS CENTER	SC
WLB432	6584-CF-ML-91	UNCAN	SC
WLB590	21334-CF-R-91	WILLIAMSTON	SC
WHA471	21005-CF-R-91	BENTON	TN
WHA467	21001-CF-R-91	BRICEVILLE	TN
WHA469	21003-CF-R-91	GREENBACK	TN
WHA468	21002-CF-R-91	KNOXVILLE	TN
WHE569	21070-CF-R-91	KNOXVILLE	TN
WHA470	21004-CF-R-91	SWEETWATER	TN
WHA466	21000-CF-R-91	WELL SPRING	TN
WLB996	3097-CF-ML-92	ABILENE	TX
WPY57	21711-CF-R-91	AFTON	TX
WLB995	3096-CF-ML-92	ALBANY	TX
WPY47	21701-CF-R-91	ALEDO	TX
WOI38	21657-CF-R-91	ALVARADO	TX
WPY64	9606158	BAILEYBORO	TX
WLB655	21355-CF-R-91	BRITTON	TX
WPX46	21700-CF-R-91	BURLESON	TX
WOI40	21659-CF-R-91	CRAWFORD	TX
WPE23	21696-CF-R-91	DALLAS	TX
WLK509	02608-CF-L-93	DALLAS	TX
WPY58	21712-CF-R-91	DOUGHERTY	TX
KVH73	20881-CF-R-91	EL PASO	TX
WLC517	21397-CF-R-91	EL PASO	TX
WLC518	21398-CF-R-91	EL PASO	TX
KLT77	3037-CF-R-81	FABENS	TX
WOJ35	21693-CF-R-91	FREEMOUND	TX
WPY56	21710-CF-R-91	GUTHRIE	TX
WPY60	6522-CF-ML-91	HALE CENTER	TX
WLB725	21357-CF-R-91	HALFWAY	TX
WPY53	21707-CF-R-91	HASKELL	TX
WOI39	21658-CF-R-91	HILLSBORO	TX
WLC382	21383-CF-R-91	HOLLIDAY	TX

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CALL SIGN	FILE NUMBER	CITY	STATE
WGX342	9504453	HOUSTON	TX
WLC439	6523-CF-ML-91	IDALOU	TX
WPE22	9605705	IRVING	TX
WMN795	9401356	IRVING	TX
WPY49	21703-CF-R-91	JACKSBORO	TX
WPY59	21713-CF-R-91	LOCKNEY	TX
WPY50	21704-CF-R-91	LOVING	TX
WLC440	04774-CF-ML-93	LUBBOCK	TX
WLC381	21382-CF-R-91	MEGARGEL	TX
WPY51	21705-CF-R-91	NEWCASTLE	TX
WAH662	05972-CF-L-93	RICHARDSON	TX
WLC781	9403740	RICHARDSON	TX
WPY55	21709-CF-R-91	ROCHESTER	TX
WOJ34	21692-CF-R-91	SAINT JO	TX
WLL626	21535-CF-R-91	SOUTHLAKE	TX
WPY62	9606156	SPRINGLAKE	TX
WPE20	21694-CF-R-91	STONY	TX
WPY63	21715-CF-R-91	SUDAN	TX
WHE523	9604363	SUGARLAND	TX
WPY52	3095-CF-ML-92	THROCKMORTON	TX
WLL716	21582-CF-R-91	WACO	TX
WHQ720	21200-CF-R-91	WACO	TX
WPY54	21708-CF-R-91	WEINERT	TX
WPY48	21702-CF-R-91	WHITT	TX
WLC383	21384-CF-R-91	WICHITA FALLS	TX
WLL821	21606-CF-R-91	SALT LAKE CITY	UT
WFY516	6180-CF-P-91	SALT LAKE CITY	UT
WLB694	06044-CF-L-93	ARLINGTON	VA
WHO792	21128-CF-R-91	BALLSVILLE	VA
WHO910	21151-CF-R-91	CRIGLERSVILLE	VA
WHO795	21131-CF-R-91	EVINGTON	VA
WHQ943	05515-CF-ML-93	GLEN ALLEN	VA
WHT243	21237-CF-R-91	GORE	VA
WHO793	21129-CF-R-91	GREENBAY	VA
WHO911	21152-CF-R-91	LOUISA	VA
WHO909	21150-CF-R-91	MARKHAM	VA
WHO912	9302030	MONTPELIER	VA
WLB389	21311-CF-R-91	PITTSVILLE	VA
WHO791	21127-CF-R-91	POWHATAN	VA
WHO794	21130-CF-R-91	RED HOUSE	VA

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CALL SIGN	FILE NUMBER	CITY	STATE
WLA911	21279-CF-R-91	ROANOKE	VA
WLL620	21530-CF-R-91	SALEM	VA
WLA910	21278-CF-R-91	SALEM	VA
WHQ772	21206-CF-R-91	STEPHENS CITY	VA
WLA909	21277-CF-R-91	STEWARTSVILLE	VA
WLB390	21312-CF-R-91	WHITMELL	VA
WLL780	21589-CF-R-91	BURLINGTNMC	VT
WLK487	21510-CF-R-91	BURLINGTON	VT
WLL664	03080-CF-L-93	AMERICAN RIVER	WA
WLC803	21435-CF-R-91	CAPE HORN	WA
WLB603	21344-CF-R-91	CASTLE ROCK	WA
WLB601	21342-CF-R-91	GRAHAM	WA
WLL663	03081-CF-L-93	GREENWATER	WA
WLB605	3122-CF-ML-92	HOCKINSON	WA
WLL669	9405215	KAHLOTUS	WA
WLB600	9606153	KENT	WA
WLL671	03074-CF-L-93	LAMONT	WA
WLL668	9405216	OTHELLO	WA
WLL667	03078-CF-L-93	ROYAL CITY	WA
WLL673	3182-CF-ML-92	SPOKANE	WA
WLL674	3181-CF-ML-92	SPOKANE	WA
WLL672	03073-CF-L-93	STEPTOE	WA
WLL662	03082-CF-L-93	TACOMA	WA
WLB602	21343-CF-R-91	TENINO	WA
WLL670	9405214	WASHTUCNA	WA
WLC804	21436-CF-R-91	WILLARD	WA
WLK483	3123-CF-ML-92	YACOLT	WA
WLB608	3124-CF-ML-92	YACOLT	WA
WLL666	9403246	YAKIMA	WA
WLL665	9403245	YAKIMA	WA
WHA555	21013-CF-R-91	MILWAUKEE	WI
WHT321	21241-CF-R-91	AFTON	WV
WHQ771	21205-CF-R-91	BLUEMONT	WV
WHT487	6493-CF-ML-91	BROHARD	WV
WHT490	9606150	CHARLESTON	WV
WLB845	21369-CF-R-91	ETAM	WV
WHT488	6494-CF-ML-91	FLINT TOWN	WV
WHT322	9606152	MORGANTOWN	WV
WHE609	20876-CF-P-90	MOUNDSVILLE	WV
WHT489	6495-CF-ML-91	ROMANCE	WV

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CALL SIGN	FILE NUMBER	CITY	STATE
WHT244	21238-CF-R-91	ROMNEY	WV
WLB844	21368-CF-R-91	ROWLESBURG	WV
WHT245	21239-CF-R-91	SKYLINE	WV
WHE607	9606151	ST MARYS	WV
WHE608	3407-CF-P/L-82	VETO	WV
WHE610	20875-CF-P-90	WEST LIBERTY	WV
WLL691	21565-CF-R-91	ALCOVA	WY
WLL694	21568-CF-R-91	ARMINTO	WY
WLL693	21567-CF-R-91	CASPER	WY
WLL692	21566-CF-R-91	CASPER	WY
WLL697	3119-CF-ML-92	CODY	WY
WLL690	21564-CF-R-91	DIFFICULTY	WY
WHT370	01599-CF-L-93	HARRIMAN	WY
WLL695	21569-CF-R-91	IHERMOPOLIS	WY
WLL687	21562-CF-R-91	LARAMIE	WY
WLL696	21570-CF-R-91	MEETEETSE	WY
WLL689	21563-CF-R-91	ROCK RIVER	WY

**EXHIBIT II  
(Question 5)**

Attached is a certified copy of the Articles of Incorporation of MCI  
Telecommunications Corporation.

*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CHANGE OF REGISTERED AGENT OF "MCI TELECOMMUNICATIONS CORPORATION", FILED IN THIS OFFICE ON THE SEVENTH DAY OF APRIL, A.D. 1994, AT 9 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

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Edward J. Freel, Secretary of State

0788723 8100

960337225

AUTHENTICATION: 8200088

DATE: 11-19-96

**CERTIFICATE OF CHANGE OF LOCATION OF REGISTERED OFFICE  
AND OF REGISTERED AGENT**

It is hereby certified that:

1. The name of the corporation (hereinafter called the "corporation") is  
MCI TELECOMMUNICATIONS CORPORATION
2. The registered office of the corporation within the State of Delaware is hereby changed  
to 32 Loockerman Square, Suite L-100, City of Dover 19901, County of Kent.
3. The registered agent of the corporation within the State of Delaware is hereby changed  
to The Prentice-Hall Corporation System, Inc., the business office of which is identical with  
the registered office of the corporation as hereby changed.
4. The corporation has authorized the changes hereinbefore set forth by resolution of its  
Board of Directors.

Signed on March 24, 1994

William A. Edwards / C. Freitag  
Vice - President

Attest:

[Signature]  
Assistant Secretary

*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "MCI TELECOMMUNICATIONS CORPORATION", FILED IN THIS OFFICE ON THE SECOND DAY OF FEBRUARY, A.D. 1973, AT 9 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

0788723 8100

960337225

AUTHENTICATION: 8200087

DATE: 11-19-96



**CERTIFICATE OF INCORPORATION**

**OF**

**MCI TELECOMMUNICATIONS CORPORATION**

1. The name of the corporation is MCI TELECOMMUNICATIONS CORPORATION.

2. The address of the registered office of the corporation in Delaware is 306 South State Street, City of Dover, County of Kent, and the name of the registered agent of the corporation at such address is United States Corporation Company.

3. The nature of the business and of the purposes to be conducted and promoted by the corporation shall be to conduct any lawful business, to promote any lawful purpose, and to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware, including, without limiting the generality of the foregoing, the following businesses, purposes, acts and activities:

(a) to engage generally in the business of developing, planning, owning and operating one or more common carrier communications systems utilizing primarily microwave transmission, and, in connection therewith, to make application for and hold all licenses and permits required by applicable law, to publish and maintain tariffs for services performed, to enter into such agreements with other common carriers as may be necessary in the conduct of its business and generally to act as a communications common carrier; and

(b) to acquire by purchase, exchange, lease or otherwise, and to own, hold, use, develop, operate, sell, assign, lease, transfer, convey, exchange, mortgage, pledge or otherwise dispose of, and otherwise to trade and deal in and with, real and personal property of every class or description, and rights and privileges therein, wheresoever situate.

The foregoing shall be construed as powers as well as objects and purposes, and shall be regarded as independent objects, purposes and powers; and the enumeration of specific objects, purposes and powers shall not be construed to limit or restrict

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in any manner the meaning of the general terms or the general objects, purposes and powers of the corporation; nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature.

4. The total number of shares of stock which the corporation is authorized to issue is one thousand shares of Common Stock, par value \$.10 per share.

5. The name and mailing address of the incorporator of the corporation is as follows:

<u>Name</u>	<u>Mailing Address</u>
John R. Worthington	919 Third Avenue New York, N.Y. 10022

6. Except as required in the by-laws, no election of directors need be by written ballot.

7. The board of directors shall have the power to make, alter, or repeal by-laws, subject to the power of the stockholders to alter or repeal by-laws made or altered by the board of directors.

Signed at New York, New York  
on January 22, 1973

  
John R. Worthington, Incorporator

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**EXHIBIT III  
(Questions 6, 7, 24)**

A description of this transaction is contained in Volume One, Section II of this filing. The Merger Agreement for this transaction is set forth in Volume Three, Section D.

**EXHIBIT IV**  
**(Questions 9-10)**

The transferee, British Telecommunications plc ("BT"), is a public limited company whose registered offices are located at 81 Newgate Street, London EC1A 7AJ, England. BT has over 2.3 million shareholders and is listed on the London, New York and Tokyo stock exchanges. The principal business of BT is providing telecommunications services, and its main products and services are local, long-distance and international calls; telephone lines, equipment and private circuits for homes and businesses; providing and managing private networks; and supplying mobile communications services. BT is involved in a variety of joint ventures and arrangements in mainland Europe, and has partnerships or distributorship arrangements in a number of countries in the Asia-Pacific region.

The principals are substantially engaged in communications businesses.

**EXHIBIT V**  
**(Question 14(a)(1))**

A copy of the Articles of Incorporation of BT is attached in Volume  
Three, Section E.

**EXHIBIT VI**  
**(Questions 14(a)(2))**

Information regarding the names and addresses of the officers and directors of BT is contained in Volume Three, Section B of this filing. As of June 21, 1996 the ownership of BT's ordinary shares by BT's directors and officers, collectively, was limited to .004% of total ordinary shares. There is no beneficial owner of more than 10% of BT's ordinary shares.

**EXHIBIT VII**  
**(Questions 14(b) - 14(f))**

BT is not controlled by any other corporation. Organized and existing under the laws of England and Wales, BT is a corporation directly or indirectly controlling a corporation which is a common carrier radio licensee pursuant to Section 310(b)(4) of the Communications Act. Information about the citizenship status of the officers and directors of BT is set forth in Volume Three, Section B of this filing. Additionally, although foreign citizens hold more than 25 percent of BT's shares, BT estimates that upon consummation of this transaction at least 35 percent of its shares will be held by US citizens.

A detailed description of the transaction is contained in Volume One, Section II of this filing.

**EXHIBIT VIII  
(Question 15)**

BT is not affiliated with any providers engaged in the business of providing a public land line message telephone service in the United States ("US").

BT is affiliated with entities engaged in the business of providing a public land line message telephone service outside of the US.



**EXHIBIT IX**  
**(Question 20)**

Graphnet, Inc. v. MCII, Civ. No. 93-2046, USDC New Jersey.

This is an antitrust and rate discrimination suit filed in federal court in Newark, N.J. alleging, among other claims, that MCI International, Inc. ("MCII") is charging predatory rates to its customers for telex traffic terminating to Graphnet customers. This case grew out of a tortious interference suit against MCII in New York state court for the hiring of certain Graphnet employees. In January 1994, MCII filed a motion for judgment on the pleadings, seeking dismissal of the antitrust counts.

In April and May 1994, the U.S. District Court in New Jersey dismissed Graphnet's antitrust conspiracy claim, and stayed Graphnet's attempted monopolization claim -- and its remaining state law claims -- pending an FCC determination of the reasonableness of MCII's customer tariff rates for telex messages. Graphnet has a pending formal complaint with the FCC, which MCII, represented by MCI Regulatory, has answered.

In February 1994, MCII filed a separate action against Graphnet in federal court to recover over \$700,000 in past due charges for voice traffic. MCII was awarded its past due charges on its claim following a trial on the merits.

**EXHIBIT X  
(Question 21)**

BT currently is interested in the control of licensed radio stations in various services by virtue of its 20 percent investment in MCI Communications Corporation ("MCIC"). Subsidiaries of MCIC hold these licenses, as listed for each service in the relevant section of Volume Two. Since BT acquired its interest in 1994, the subsidiaries have sold or let expire other radio station licenses in the due course of business. Additional information about these licenses is contained in the Commission's files, and BT will provide any further information the Commission may require.

**EXHIBIT XI**  
**(Question 28)**

See Volume One, Section III for a description of how the instant proposal will be in the public interest.

**EXHIBIT XII**  
**(Certification)**

Due to the absence of Applicant from the United States on the date of execution, and as permitted by Section 21.6(d) and Section 1.743(b) of the Commission's Rules, Joel S. Winnik of Hogan & Hartson L.L.P. is signing this Form 704 in his capacity as attorney for BT.



FCC 704

FEDERAL COMMUNICATIONS COMMISSION  
Washington, DC 20554

Approved by OMB

3080-0048

Expires 03/31/97

FCC Use Only

Est. Avg. Burden Hours Per Response: 8 Hrs.

## APPLICATION FOR CONSENT TO TRANSFER OF CONTROL

(Under 47 CFR 21, 23 or 25)  
Read Instructions on Page 4 Before Completing

## PART I - To Be Completed by Permittee or Licensee

## 1(a) Name of Corporate Permittee or Licensee

Western Union International, Inc.

Mailing Street Address or P.O. Box, City, State and ZIP Code  
201 Centennial Avenue  
Piscataway, N.J. 08854

Call Sign or Other FCC Identifier

See Exhibit 1

## (b) Fee Data. Refer to 47 CFR Section 1.1105 or the Common Carrier Services Fee Filing Guide.

Line No.	(1) Fee Type Code	(2) Fee Multiple	(3) Fee Due for Fee Type Code in (b)(1)	FCC Use Only
1	CCP	1	\$ 70.00	
2	CAP	10	\$ 450.00	
Add all amounts in Column (3), lines 1 and 2. ▶▶			\$ 520.00	
Remit this amount with your application.				

## 2. Permits or Licenses Held by Corporation for which a Transfer of Control is sought in this application. See Instr. H.

(a) Call Sign (b) File No. (c) Service (d) No. of Stations

See Exhibit 1

## 3. Name and Street Address or P.O. Box, City, State and ZIP Code of Transferor

MCI Communications Corporation  
1801 Pennsylvania Avenue, N.W.  
Washington, D.C. 20006-3606

## 4. Name and Street Address or P.O. Box, City, State and ZIP Code of Transferee

British Telecommunications plc  
BT Centre  
81 Newgate Street, London EC1A 7AJ England

## 5. Permittee or Licensee represents: (check one)

- ☒ That there is attached to this application as Exhibit No. II a certified copy of the Articles of Incorporation (charter) of the permittee or licensee company.  
That there is now on file with the Commission a current certified copy of the Articles of Incorporation of the permittee or licensee company. Where Filed: \_\_\_\_\_ Date Filed: \_\_\_\_\_

**Certification:** The undersigned, individually and for the permittee or licensee, represents that all the attached exhibits pertinent to Part 1 are a material part hereof and are incorporated herein as if set out in full in this application; and certifies that all the statements made in Part 1 of this application are true, complete and correct to the best of his (her) knowledge and belief.

Date	Printed or Typed Name of Permittee or Licensee (Must agree with Item 1)	Signature	Title (Office Held by Person Signing)
11/27/96	Western Union International, Inc.	<i>C. Bolton-Smith</i>	Assistant Secretary

Willful false statements made on this application are punishable by fine and imprisonment (U.S. Code, Title 18, Section 1001) and/or revocation of any station license or construction permit (U.S. Code, Title 47, Section 312(a)(1)) and/or forfeiture (U.S. Code, Title 47, Section 503).

## PART II - To Be Completed By Transferor

## 6(a) Transfer of Control will be accomplished by: (check one):

- ☒ Sale or other transfer or assignment of stock (complete 6(b)).

- ☐ Other (e.g., voting trust agreement, management contract, Court Order, etc.)

(b) Shares	No. of Shares	Classification (common, preferred, etc.,)
Shares to be transferred	See Exhibit	III
Shares issued and outstanding		
Shares authorized		

7. Attach as Exhibit No. III a statement on how control is to be transferred, and copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

**Certification:** The undersigned represents that stock will not be delivered and that control will not be transferred until the Commission's consent has been received, but that transfer must be completed within 45 days if Commission consents; that all the attached exhibits pertinent to Part II are a material part hereof and are incorporated herein as if set out in this application; and certifies that all the statements made in Part II of this application are true, complete and correct to the best of his (her) knowledge and belief.

Date	Printed or Typed Name of Transferor (Must correspond with Item 3)	Signature	Title (Office Held by Person Signing)
1/27/96	MCI Communications Corporation	<i>C. Bolton-Smith</i>	Vice President & Assistant Secretary

Willful false statements made on this application are punishable by fine and imprisonment (U.S. Code, Title 18, Section 1001) and/or revocation of any station license or construction permit (U.S. Code, Title 47, Section 312(a)(1)) and/or forfeiture (U.S. Code, Title 47, Section 503).

**PART III - To Be Completed by Transferee**

B. Transferee is: (Check one)

☐ Individual ☐ Partnership ☒ Corporation ☐ Unincorporated Association

9. Attach as Exhibit No. IV a statement of transferee's principal business.

J. Attach as Exhibit No. IV a statement of the businesses, employment, or activities, other than communications in which individual transferee, each member if a partnership, and all principals if a corporation, are engaged, giving:  
(a) nature of activity; (b) location of activity; and (c) hours devoted to each activity.

Place an "X" in the appropriate column.		YES	NO
11. Is individual transferee, or if partnership each member of partnership, a citizen of the United States?	►		X
12. Is transferee or any party to this application a representative of an alien or of a foreign government?	►		X
13. If transferee is a partnership, attach as Exhibit No. _____ one copy, properly certified of the partnership agreement, or if oral, complete details thereof.	N/A		
14. If transferee is a Corporation (including joint stock companies) or Association, answer the following:			
a. Under laws of what State or Country is it organized? <u>England and Wales</u>			
(1) Attach as Exhibit No. <u>V</u> a certified copy of the Articles of Incorporation (charter) if not heretofore on file with the Commission.			
(2) Attach as Exhibit No. <u>VI</u> the names, addresses and percentages of stock held by all principals of the corporation and by all stockholders owning and/or voting 10 percent or more of transferee's stock.			
b. Is any director or officer an alien?	►	X	
c. Is more than one-fifth of the capital stock owned of record, or may it be voted, by aliens or their representatives, or by a foreign government or representatives thereof, or by a corporation organized under the laws of a foreign government?	►	X	
d. Is transferee directly or indirectly controlled by any other corporation? If "YES," give in Exhibit No. _____ the names and addresses of all such controlling corporations to and including organizations having final control and furnish for each all the information requested in 14 a thru c above.	►		X
e. Is transferee directly or indirectly controlled by any other corporation of which any officer or more than one-fourth of the directors are aliens?	►		X
f. Is more than one-fourth of the capital stock of any controlling corporation owned of record, or may it be voted by aliens or their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign government?	►		X
15. Is transferee directly or indirectly interested in or affiliated with any entity or person engaged in the business of providing a public land line message telephone service? If "YES," and transferee is not a land line telephone carrier, attach as Exhibit No. <u>VIII</u> a statement relating the facts.	►	X	
16. If permittee or licensee holds any Multipoint Distribution Service (MDS or MMDS) authorizations, is transferee directly or indirectly interested in or affiliated with, or has leasing arrangements with a cable television company? If "YES," submit as Exhibit _____ a description of the relationship and a map showing overlap of boundaries of cable franchise area and MDS station's protected service area, if any.	►		
17. Has transferee or any party to this application had any station authorization revoked or had any application for construction permit, license, or renewal denied by this Commission? If "YES," attach as Exhibit No. _____ a statement relating all the pertinent circumstances.	►		X
18. Has any court finally adjudged the transferee, or any person directly or indirectly controlling the transferee, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or of unfair methods of competition? If "YES," attach as Exhibit No. _____ a statement relating the facts.	►		X
19. Has the transferee, or any party to this application, or any person directly or indirectly controlling the transferee ever been convicted of a crime for which the penalty imposed was a fine of \$500 or more, or an imprisonment of six months or more? If "YES," attach as Exhibit _____ a statement relating the facts.	►		X
20. Is transferee, or any person directly or indirectly controlling the transferee, presently a party in any matter referred to in Items 17, 18, 19? If "YES," attach as Exhibit No. <u>IX</u> a statement relating the facts.	►	X	
21. Is transferee directly or indirectly, through stock ownership, contract, or otherwise interested in the ownership or control of any other radio stations licensed by this Commission? If "YES," give: (a) call sign and service; (b) location; and (c) name of licensee below.	►	X	

See Exhibit X

PART III - continued		Place an "X" in the appropriate column.	YES	NO
22. Has applicant ever been directly or indirectly interested in the ownership or control of any radio stations other than those stated in 21 above? If "YES," give: (a) call sign and service; (b) location; and (c) name of licensee below. <div style="text-align: right;">See Exhibit X</div>		<input checked="" type="checkbox"/>	X	
23. Will transferee propose any of the following changes, after the transfer of control is authorized (see instruction F):				
a. Changes in the services currently offered? If "YES," attach as Exhibit No. _____ a brief statement of the proposed changes.		<input checked="" type="checkbox"/>		X
b. Changes in technical personnel, maintenance or repair of facilities? If "YES," attach as Exhibit No. _____ a description of positions to be changed and specific arrangements for prompt maintenance or repair of facilities.		<input checked="" type="checkbox"/>		X
c. Changes in the management or personnel responsible for the operation of the station? If "YES," in Exhibit No. _____ describe the manner in which the proposal will operate, and list present positions of responsibility to be changed and proposed positions and division of responsibility, including hours of physical supervision. (When responsibilities are to be divided with any other business, give name and address of owner of each such business and submit copy of working agreement).		<input checked="" type="checkbox"/>		X
24. If transferee is a corporation, is stock of transferee to be sold after this consent is issued for any purpose? If "YES," explain purpose in Exhibit No. _____.		<input checked="" type="checkbox"/>		X
25. Does transferee now hold any obligations of licensee corporation? If "YES," in Exhibit No. _____ describe the obligations, methods by which acquired, and the dates on which they were obtained.		<input checked="" type="checkbox"/>		X
26. Does local or state law require any authorization to transfer the control of the facilities and/or operations involved herein? If "YES," attach as Exhibit No. _____ a single certified copy of such authorization.		<input checked="" type="checkbox"/>		X
27. a. Is transferee personally familiar with the provisions of the Commission's Rules governing the service which are the subject of this application? b. Has transferee examined the subject facilities and determined that construction and operation is in compliance with current authorizations and the Commission's Rules?		<input checked="" type="checkbox"/>	X	
28. Attach as Exhibit No. <u>XI</u> a complete statement, setting forth facts which show how the instant proposal will be in the public interest, and disclosing all relationships, affiliations or connections between the transferee and current or prospective subscribers. The statement should contain the names of any common stockholders, officers, directors, employees or individuals closely related to the management or control of the facilities of the transferee and any subscriber.		<input checked="" type="checkbox"/>	X	
29. If corporate permittee or licensee holds any authorizations for Part 21 stations, answer (a) and (b) below:				
a. Does authorization involve facilities that have not been constructed? If "YES," does transferee represent that it has, or has reasonable assurance that it will have, the ability to meet the expected cost of constructing any such facilities within the construction period, and the estimated operating expenses for twelve months?		<input checked="" type="checkbox"/>		X
b. Were facilities authorized following a comparative hearing and have been operated less than one year; or involve facilities that have not been constructed; or involve facilities that were authorized following a random selection proceeding in which the successful applicant received a preference and that have been operated for less than one year?		<input checked="" type="checkbox"/>		X
30. Does transferee represent that the information given in Part III of this application is true and correct, including any contracts or other instruments submitted, and that said information and contracts (if any) constitute the full agreement?		<input checked="" type="checkbox"/>	X	
31. Does transferee acknowledge that, if Commission consents, transfer of control must be completed within 45 days of date of consent and Commission must be notified by letter within 10 days of consummation?		<input checked="" type="checkbox"/>	X	

**Certification:** The applicant certifies that, in the case of an individual applicant, he or she is not subject to a denial of federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. 853a, or, in the case of a nonindividual applicant (e.g., corporation, partnership or other unincorporated association), no party to the application is subject to a denial of federal benefits pursuant to that section. For the definition of a "party" for these purposes, see 47 CFR 1.2002.

☒ YES ☐ NO

The undersigned represents that all the attached exhibits pertinent to Part III are a material part hereof and are incorporated herein as if set out in full in this application; and certifies that all the statements made in Part III of this application are true, complete and correct to the best of his (her) knowledge and belief.

Date <u>11-27-96</u>	Typed or Printed Name of Transferee <u>British Telecommunications</u>	Signature <u>Joel S. Winn</u>	Title (Office Held by Person Signing) <u>Attorney for British Telecommunications plc</u> See Exhibit XII
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Willful false statements made on this application are punishable by fine and imprisonment (U.S. Code, Title 18, Section 1001) and/or revocation of any station license or construction permit (U.S. Code, Title 47, Section 312(a)(1)) and/or forfeiture (U.S. Code, Title 47, Section 503).



## INSTRUCTIONS FOR COMPLETING FCC 704 FORM

A. FCC 704 form is to be used when applying for consent to transfer control of corporation holding common carrier (or noncommon carrier) radio station construction permit or license under 47 CFR 21, 23 or 25.

B. Submit an original and one copy to the **FEDERAL COMMUNICATIONS COMMISSION, Washington, D.C. 20554** in ample time to be acted upon by the Commission prior to contemplated date of transfer of control. Submit two extra copies for each authorization listed in Item 2.

C. You may be required to submit a fee with your application. Please refer to either 47 CFR 1.1105 or the **Common Carrier Services Filing Guide** for appropriate fee. **DO NOT SEND CASH.** Payment may be made by check, bank draft, or single money order payable to: **FEDERAL COMMUNICATIONS COMMISSION.**

Enter the correct Fee Type Code for the service you are applying for in Column 1 of Item 1(b). Enter in Column (2) the Fee Multiple. Certain applications may request action with respect to more than one station, license, frequency, or party and can be submitted together with one check if they meet specific conditions. Column (2) is used if a multiple, i.e., two or more is being applied for. Enter in Column (3) the result obtained from multiplying the value of the Fee Type Code by the number entered in Column (2), if any. Complete line 2 of Item 1(b), Columns (1), (2) and (3), if you are requesting concurrent actions which results in a requirement to list more than one Fee Type Code. Add all amounts shown in column 3, lines 1 and 2. This amount should equal your enclosed remittance.

D. FCC 704 form consists of three parts, which are to be completed as follows: **Part I - to be completed by Permittee or Licensee; Part II - to be completed by Transferor; Part III - to be completed by Transferee.**

E. Before this application is prepared applicant should refer to 47 CFR 1, 21, 23, or 25 which are the Commission's rules governing the execution and filing of this application. Items 16 and 29 apply to 47 CFR 21 applicants only.

F. Approval of this application is not to be construed as a modification of outstanding authorization.

G. Number each document or statement required to be filed as Exhibit consecutively. Enter the numbers in the space provided in the items of the form. When an exhibit is not required, enter "X" in the blank space.

H. Item 2. All applicants are to complete Item 2, columns (a), (b) and (c). Services which may be listed in column (c) for Part 25 include: Transmit Earth Stations; Satellite Systems (column (d) does not apply); Small Transmit/Receive

Earth Station; Receive Only Earth Stations; and Space Stations (column (d) does not apply). Part 21 services include: Point-to-Point Microwave Radio; Multipoint Distribution; Local Television Transmission; Digital Electronic Message; and Fixed Subsidiary Communications Authorization. The service for Part 23 is International Fixed Public Radio.

Column (d) is to be completed **only** by applicants requesting transfer of control for authorizations issued in the domestic satellite services (under 47 CFR 25) for each authorization listed.

I. Notice: The solicitation of personal information requested in this form is authorized by the Communications Act of 1934, as amended. The Commission will use the information provided in this form to determine whether grant of this application is in the public interest. In researching that determination, or for law enforcement purposes, it may become necessary to refer personal information contained in this form to another government agency. In addition, all information provided in this form will be available for public inspection. If information requested on the form is not provided, processing of the application may be delayed or the application may be returned without action pursuant to the Commission rules. Your response is required to obtain the requested authority.

Public reporting burden for this collection of information is estimated to average eight hours per response including the time for reviewing instruction, searching existing data needed, and completing and reviewing the collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing the burden, to the Federal Communications Commission, Office of Managing Director, Washington, D.C. 20554, and to the Office of Management and Budget, Office of Information and Regulatory Affairs, Washington, D.C. 20503.

This Notice is required by the Privacy Act of 1974, P.L. 93-579, December 31, 1974, 5 U.S.C. 552(a)(3) and the Paperwork Reduction Act of 1980, P.L. 96-511, December 11, 1980.